

BEFORE THE
ILLINOIS COMMERCE COMMISSION

IN THE MATTER OF:

TELEGLOBE USA, LLC, d/b/a,)
TELEGLOBE USA, LLC (ILLINOIS), and)
TELEGLOBE AMERICA, INC.)

) No. 03-0537

Application for the Issuance of a)
Certificate of Service Authority)
to Teleglobe America, Inc., and)
cancellation of the Certificate of)
Service Authority of)
Teleglobe USA, LLC, in connection)
with a Pro Forma corporate change.)

Chicago, Illinois
September 23, 2003

Met pursuant to notice at 10:00 a.m.

BEFORE :

MS. EVE MORAN, Administrative Law Judge.

APPEARANCES:

MS. ROGENA HARRIS
12010 Sunset Hills Road
Reston, Virginia 20190
Appearing for the Applicant
(telephonically.)

SULLIVAN REPORTING COMPANY, by
Tracy L. Ross, CSR

1		<u>I</u> <u>N</u> <u>D</u> <u>E</u> <u>X</u>			
2	<u>Witnesses:</u>	<u>Direct</u>	<u>Cross</u>	<u>Re-</u> <u>direct</u>	<u>Re-</u> <u>cross</u> <u>By</u> <u>Examiner</u>
3	Michael Wu	6		23	10
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6					
7		<u>E</u> <u>X</u> <u>H</u> <u>I</u> <u>B</u> <u>I</u> <u>T</u> <u>S</u>			
8	<u>Applicant's</u>	<u>For Identification</u>			<u>In Evidence</u>
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1 JUDGE MORAN: Pursuant to the direction of the
2 Illinois Commerce Commission, I call Docket
3 03-0537. This is Teleglobe USA, LLC, doing
4 business as Teleglobe USA, LLC (Illinois), and
5 Teleglobe America, Inc.

6 It is an application for the issuance of
7 a Certificate of Service Authority to Teleglobe
8 America, Inc., and cancellation of the
9 Certificate of Service Authority of Teleglobe
10 USA, LLC, in connection with the Pro Forma
11 corporate change.

12 May I have the appearances for the
13 record, please.

14 MS. HARRIS: I am Rogena Harris representing
15 Teleglobe America, Inc. and Teleglobe USA, LLC,
16 d/b/a Teleglobe USA, LLC (Illinois).

17 JUDGE MORAN: Okay. And can we have your
18 address and telephone number, please.

19 MS. HARRIS: My business address is 12010
20 Sunset Hills Road, Reston, Virginia, 20190-5856.
21 My telephone number is area code (703)766-3061.

22 JUDGE MORAN: And can you spell your last name

1 for me.

2 MS. HARRIS: H-a-r-r-i-s, and I'll spell my
3 first name. It's R-o-g-e-n-a.

4 JUDGE MORAN: Thank you, Miss Harris.

5 And are there any witnesses that are
6 going to be testifying today?

7 MS. HARRIS: Yes, your Honor. Michael C. Wu.

8 JUDGE MORAN: And Mr. Wu is with you?

9 MS. HARRIS: Yes, he is.

10 JUDGE MORAN: Mr. Wu, I'm going to be swearing
11 you in.

12 MR. MICHAEL WU: Okay.

13 (Witness sworn.)

14 JUDGE MORAN: Okay. Counsel, do you want to
15 start with your questioning, or do you want me to
16 start?

17 MS. HARRIS: I can start with the questioning,
18 and I'll just bring to your Honor's attention
19 that we're going to be asking to have our filing
20 and prefiled testimony admitted into evidence;
21 but we have also filed a motion for confidential
22 treatment for the financial information.

1 JUDGE MORAN: I notice that you have, and
2 maybe we can discuss that last and go into in
3 camera. Would that be okay?

4 MS. HARRIS: That would be great, your Honor.

5 JUDGE MORAN: So let's put that off to the
6 end, and let's start in another area.

7 MS. HARRIS: All right.

8 JUDGE MORAN: And I have a copy. I spoke with
9 you yesterday and you indicated that you had
10 prefiled testimony, but you had some problem
11 getting it to the Clerk's Office or getting it
12 put on E-docket. Can you --

13 MS. HARRIS: Yes. We couldn't get it on
14 E-docket, but besides E-mailing you the prefiled
15 testimony, we sent a hard copy by overnight mail
16 along with a copy on diskette to the Chief
17 Clerk's Office, and that should be arriving this
18 morning.

19 JUDGE MORAN: Okay. So I have this E-mailed
20 copy before me, prefiled testimony of Michael C.
21 Wu. It is 1, 2, 3, 4, 5 pages; am I correct?

22 MS. HARRIS: That's correct.

1 JUDGE MORAN: Okay. And let's mark it as an
2 exhibit. I believe the last exhibit in your
3 filing is Exhibit G. Would I be correct in that?

4 MS. HARRIS: Yes, that's correct.

5 JUDGE MORAN: Okay. Then let us mark this as
6 Exhibit H.

7 (Whereupon, Applicant's
8 Exhibit H was marked
9 for identification as of
10 this date by Judge Moran.)

11 MS. HARRIS: Okay. Shall I proceed?

12 JUDGE MORAN: Yes, please do.

13 MICHAEL C. WU,
14 called as a witness herein, having been first
15 duly sworn, was examined and testified
16 telephonically as follows:

17 DIRECT EXAMINATION

18 BY

19 MS. HARRIS:

20 Q. Please state your title and business
21 address.

22 A. Michael C. Wu. I'm the vice president and

1 acting general counsel of Teleglobe America,
2 Inc., and my business address is 12010 Sunset
3 Hills Road, Reston, Virginia 21090.

4 JUDGE MORAN: If I could interrupt for one
5 second. Can you please spell your last name for
6 the court reporter.

7 THE WITNESS: W-u.

8 JUDGE MORAN: Thank you.

9 BY MS. HARRIS:

10 Q. Mr. Wu, could you please describe your
11 business experience.

12 A. Yes. I'm currently the vice president and
13 acting general counsel of Teleglobe America,
14 Inc., as I had mentioned before and I'm
15 responsible for all legal affairs of Teleglobe
16 America. Prior to accepting this position, I
17 joined Teleglobe in 1999 and I served in various
18 capacities with Teleglobe Communications
19 Corporation, the predecessor and interest of
20 Teleglobe America, Inc. And positions I've held
21 with Teleglobe Communications Corporation include
22 executive director of operations and corporate

1 services.

2 Prior to joining Teleglobe, I was a
3 regional attorney for Global One Communications,
4 LLC, and I specialized in the Asia-Pacific Middle
5 East and Africa regions providing those regions
6 with legal support.

7 Before joining Global One, from 1994 to
8 1996, I was an associate with the law firm of
9 Swidler & Berlin, Chartered in Washington, DC.

10 And prior to that, I was an associate
11 with the Houston-based law firm of Baker & Botts,
12 LLP.

13 JUDGE MORAN: Can I ask you something, Mr. Wu
14 at this point? Does Global One have any
15 connection with Teleglobe?

16 THE WITNESS: No, your Honor. Global One is
17 now called Zquant (phonetic), but there's no
18 connection at all.

19 JUDGE MORAN: Okay. Thank you.

20 BY MS. HARRIS:

21 Q. Do you have a copy of the application of
22 Teleglobe USA, LLC, d/b/a Teleglobe USA, LLC

1 (Illinois), and Teleglobe America, Inc., for the
2 issuance of a Certificate of Service Authority to
3 Teleglobe America, Inc., and for cancellation of
4 the Certificate of Service Authority of Teleglobe
5 USA, LLC, in connection with the Pro Forma
6 corporate change filed with the Illinois Commerce
7 Commission on September 5th, 2003 in Docket
8 No. 03-0537. And do you have a copy of your
9 prefiled testimony in this docket?

10 A. Yes.

11 Q. Have you reviewed both? And to the best
12 of your knowledge, is the information contained
13 within the application and your prefiled
14 testimony; correct?

15 A. Yes.

16 MS. HARRIS: I have no further questions for
17 this witness. I would ask that the application
18 and prefiled testimony be admitted into the
19 record.

20 JUDGE MORAN: I have a few questions of this
21 witness. When you're referring to the
22 application, are you referring to Exhibit F in

1 your filing in this docket?

2 MS. HARRIS: Actually, I was referring to the
3 initial filing itself with all its exhibits.

4 JUDGE MORAN: Okay. I understand now. Thank
5 you very much. And so that would include, but
6 not be limited to, Exhibit F?

7 MS. HARRIS: That's correct.

8 JUDGE MORAN: Okay. Thanks. Great.

9 EXAMINATION

10 BY

11 JUDGE MORAN:

12 Q. Do you have a copy of Exhibit F in front
13 of you, Mr. Wu?

14 A. Yes, your Honor. I have a copy of all the
15 exhibits, but I need to locate it.

16 Q. Yeah, take a minute, orient yourself.

17 A. Yes, I do, your Honor.

18 Q. Okay. Wonderful. Page 1, you're asking
19 for a waiver of Part 710 and Part 735. Are you
20 also asking for a waiver of 735.180, which is the
21 directories?

22 A. Yes, we are, your Honor.

1 Q. Okay. All right. And you're not seeking
2 a local exchange authority, you're seeking
3 interstate?

4 A. Yes, your Honor.

5 Q. Okay. Now, I see here that you also want
6 to keep your books in -- at the treasurer's
7 office in Canada, in Quebec Canada?

8 A. Yes, your Honor. That's our corporate
9 headquarters internationally.

10 Q. Let me ask you this: In the event that
11 the Commission needs to see something in those
12 books or records, would you be willing to -- and
13 I mean -- by "you," I mean the company -- will
14 the company be willing to bring in those books
15 into Illinois at its own expense?

16 A. Yes, your Honor.

17 Q. Okay. Thank you. On the last page of
18 Exhibit F, I believe it's Question 26, are you
19 there?

20 A. Yes.

21 Q. Okay. You will not be utilizing your own
22 equipment or facilities in the provision of

1 service?

2 A. No, your Honor.

3 Q. Okay. That was Question 26. That
4 question doesn't seem to be complete to me
5 because it says that if you are not utilizing
6 your own equipment and facilities, you are to
7 indicate which facility provider services you
8 will be using. Could you indicate that for me
9 now?

10 A. Well, we're in the process of obtaining
11 agreement with the various providers for these
12 type of services throughout the United States, so
13 we don't have any particular providers currently.

14 Q. Okay. So you're just in discussions?

15 A. Yes.

16 Q. And, possibly, not in negotiations as yet?

17 A. Yes, that's correct.

18 Q. Okay. All right. Does Teleglobe USA have
19 any business offices in the United States?

20 A. I'm sorry, do you mean Teleglobe USA, LLC?

21 Q. No. No. No. I'm sorry. Teleglobe
22 America, the company that is now the actual

1 applicant in this proceeding.

2 A. Yes, your Honor. The office is located in
3 Reston Virginia where Rogena Harris and myself
4 are located.

5 Q. And you are the only two employees in that
6 office?

7 A. Oh, no. We actually have approximately
8 40 -- 59 employees.

9 Q. Okay. All right. And you indicate in
10 your application that you will comply with all
11 federal and Illinois State law?

12 A. Yes, your Honor.

13 Q. And that concerns slamming and cramming
14 and any other rules and regulations?

15 A. Yes, your Honor.

16 Q. Okay. And within these exhibits you also
17 have included biographies of your management
18 people?

19 A. Yes, your Honor.

20 Q. Okay. You have attached a Certificate of
21 Incorporation and a Certificate of Amendment of
22 Certificates of Incorporation?

1 A. Yes, your Honor.

2 Q. And the applicant being Teleglobe America,
3 Inc., has received authorization to transact
4 business in the state of Illinois; am I right?

5 A. Yes, your Honor.

6 Q. But it is a Delaware Corporation?

7 A. Yes, your Honor.

8 Q. Okay. Now, let me ask you about the
9 Certificate of Service Authority that was
10 previously granted to Teleglobe USA LLC. When
11 was that Certificate of Service granted?

12 A. I believe it was June. I don't have it
13 readily handy right now.

14 Q. But it was sometime this year?

15 A. Yeah, I believe it was --

16 Q. Because it's an '03 docket.

17 Have you been providing services subject
18 to that Certificate of Service Authority?

19 A. No, your Honor.

20 Q. Not at all?

21 A. No.

22 Q. So you've never started --

1 A. No, your Honor.

2 Q. -- providing service?

3 So, therefore, if the Commission is --

4 will be cancelling that certificate, it has

5 assurances that there are no customers being

6 affected?

7 A. Yes, your Honor.

8 Q. Okay. Thank you. And the certificate

9 that Teleglobe USA -- excuse me, Teleglobe

10 America is seeking is the same certificate that

11 was issued to Teleglobe USA, LLC?

12 A. Yes, your Honor.

13 Q. It's the same Section 40- -- it's 403,

14 isn't it? Is it Section 403 or 404?

15 MS. HARRIS: 404, your Honor.

16 JUDGE MORAN: I'm sorry, I misspoke.

17 BY JUDGE MORAN:

18 Q. So in other words -- and correct me if I'm

19 wrong, Teleglobe USA, LLC, has a Section 13-404

20 certificate. That's the certificate you want to

21 cancell.

22 A. Yes, your Honor.

1 Q. Teleglobe America, which is the parent --
2 or was the parent company of Teleglobe USA, LLC,
3 now wants a certificate for the same service
4 authority, that's Section 13-404 in its own name?

5 A. Yes, your Honor.

6 Q. Okay. And as I recall in this
7 application, Teleglobe America, Inc., is
8 providing service pursuant to certification in
9 other states?

10 A. No, your Honor. We received certification
11 in two other states, Georgia and Alabama, but
12 we're also in the process of finalizing or
13 negotiating underlying facilities in these
14 states, so we are not currently providing
15 services.

16 Q. Oh, I see. Okay. You've got the
17 authorization, but you're not ready to go?

18 A. Right. But we are providing interstate
19 services.

20 Q. Okay. In those states, or where?

21 A. In various -- I mean, pursuant to our FCC
22 license, we are providing international and

1 various interstate services.

2 Q. And pursuant to those licenses and
3 authority, have you suffered any complaints?

4 A. No, not that I'm aware of.

5 Q. Okay. And you believe that Illinois
6 customers will be able to get service and contact
7 the company per the means provided in your
8 application?

9 A. Yes, your Honor.

10 Q. Your management team -- when Teleglobe
11 USA, LLC, merged into Teleglobe America, Inc.,
12 did your management change?

13 A. No, your Honor.

14 Q. Okay. So, basically, these are the same
15 managers in place?

16 A. Yes, your Honor.

17 Q. Okay. I do want to discuss some of the
18 financials. I believe we've covered the fact
19 that this company is committed to complying with
20 all state and federal laws; that this company has
21 a management team in place; that it has a
22 business office in the United States; that it is

1 seeking to keep its books in Canada, but is
2 willing to bring them into the United States and,
3 specifically, into Illinois should the Commission
4 so desire.

5 You will mostly be using technical
6 support from these underlying carriers that you
7 are presently in discussions with; am I correct?

8 A. Yes, your Honor. Although we do have our
9 own network internationally, so we do have, also,
10 to accept -- those facilities are connected to
11 our existing backbone in Canada, we will also
12 have --

13 Q. Your own technical?

14 A. And technical support personnel working on
15 any issues customers may have.

16 JUDGE MORAN: Wonderful. With that, I think
17 we've covered everything except the financials.
18 Let us do that now. And let us go into an in
19 camera record on this.)

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22